

MINUTES OF THE BOARD MEETING  
OF THE BOARD OF DIRECTORS  
OF  
FALL RIVER RURAL ELECTRIC COOPERATIVE, INC.

June 8, 2024

The meeting of the Fall River Rural Electric Cooperative, Inc. Board of Directors was held on Saturday, June 8, 2024, at Teton High School Driggs, Idaho. Having determined a quorum was present, President Behrens called the meeting to order at 7:35 a.m. Angie Haws recorded the minutes. The invocation was given by Brent Robson. The Pledge of Allegiance was recited.

ATTENDING OFFICERS

President Georg Behrens, Vice President Brent "Husk" Crowther, and Secretary/Treasurer Jodi Stiehl

DIRECTORS PRESENT

Past President Dede Draper, Anna Lindstedt, Jeff Keay, Travis Markegard, Brent Robson, and Doug Schmier

DIRECTORS ABSENT

None

OTHERS

CEO/General Manager Bryan Case, Attorney Jerry Rigby, Board Candidate District 6 Marshall Merrell, and Executive Assistant Angie Haws.

APPROVAL OF AGENDA

**Director Robson made a motion to approve the agenda as presented. Director Keay seconded.** A voice vote was taken; THE MOTION CARRIED BY UNANIMOUS VOTE.

APPROVAL OF MINUTES FOR MAY 20, 2024

**Director Robson made a motion to approve the minutes from the May 20, 2024, Board Meeting as presented. Director Keay seconded.** A voice vote was taken; THE MOTION CARRIED BY UNANIMOUS VOTE.

CONSENT AGENDA

Board and CEO expense reports, New Memberships, Purchase of Power Agreements, Check Report, Safety Report, Early Retirement of Patronage Capital was reviewed by all Board Members in Board Package prior to meeting.

**Vice President Crowther made a motion to approve the consent agenda as discussed.**

**Director Robson seconded the motion.** A voice vote was taken; THE MOTION CARRIED BY UNANIMOUS VOTE

ENERGY EXPO & ANNUAL MEETING INFORMATION

Packet handed out at the meeting.

SCHEDULE FOR THE DAY

Included in the board packet.

## FINAL REVIEW OF THE ANNUAL MEETING AGENDA

Included in the board packet.

## DOOR PRIZE AWARDS – ANNA LINDSTEDT & TRAVIS MARKEGARD

## ENERGY EXPO MAP FOR TETON HIGH SCHOOL

Included in the board packet.

PRESIDENT BEHRENS RECESSED THE MEETING FOR THE ENERGY EXPO AT 7:56 AM

PRESIDENT BEHRENS RESUMED BOARD MEETING AT 11:51 AM

## FINANCIAL & STATISTICAL REPORTS

### MAY 31, 2024, FINANCIAL REPORTS

CEO Case noted the May 2024 financials would be sent out to the board when they are available later this month.

## MEMBER COMMENTS

The board reviewed member comments and communications.

### ISLAND PARK CHAMBER OF COMMERCE THANK YOU

Included in the board packet.

### PROPANE CUSTOMER – JOSH BERTSCH

Included in the board packet.

### RON PFEIFFER-DON CHAPMAN ARTICLE

Included in the board packet.

### MARCIE GOLDING – SCHOLARSHIP THANK YOU

Included in the board packet.

## COOPERATIVE BUSINESS

### PROPANE TERMS AND OVERVIEW OF FALL RIVER OPERATIONS

CEO Case reviewed the Fall River Propane Operations providing the board with industry terms, as well as FR Propane tank leasing and purchasing options, Auto-Delivery and Will Call delivery options, installation and maintenance services available, billing and payment options, tank monitoring, recent propane promotions and programs.

### GENERAL POLICIES FOR APPROVAL

CEO Case noted the committee discussed at length verbiage regarding meeting attendance in GP# 102 “Director Duties, Responsibilities, Etc”, in an effort to ensure consistency between the policy and bylaws and encourage in person meeting attendance at least 75% of the time. Meeting together in the boardroom as often as possible is encouraged while allowing technology for virtual attendance when necessary. The Executive Committee will have the authority to approve or deny individual circumstances that may require virtual attendance in excess of 25% of meeting attendance. CEO Case stated the other policies

had only minor grammatical corrections.

GP# 102 DIRECTOR DUTIES, RESPONSIBILITIES, ETC.  
Included in the board packet.

GP# 408 COOPERATIVE LIABILITY FOR DAMAGES  
Included in the board packet.

GP# 411 LONG RANGE WORK ENGINEERING STUDIES AND PLANS  
Included in the board packet.

GP# 603 EQUAL EMPLOYMENT OPPORTUNITY  
Included in the board packet.

GP# 605 WHISTLEBLOWER POLICY  
Included in the board packet.

**Director Schmier made a motion to approve GP# 102 “Directors Duties, Responsibilities, Etc.”, GP# 408 “Cooperative Liability for Damages”, GP# 411 “Long Range Work Engineering Studies and Plans”, GP# 603 “Equal Employment Opportunity”, GP# 605 “Whistleblower Policy” as presented with recommendations from the Policy Committee. Vice President Crowther seconded. A voice vote was taken; THE MOTION CARRIED BY UNANIMOUS VOTE.**

#### OFFICER ELECTION GUIDELINES – OFFICER ELECTIONS SLATED FOR JULY

##### PAST PRESIDENT TO INQUIRE ABOUT INTEREST IN RUNNING FOR BOARD OFFICER POSITIONS

President Behrens reviewed the guidelines for the Board Officer Election in July. Interested parties or those who wish to make a nomination should communicate with Immediate Past President Dede Draper prior to the next board meeting. Nominations may also be made from the floor at the meeting.

#### BOARD COMMITTEE ASSIGNMENTS

President Behrens made new committee chair assignments to the Policy Committee and the Administrative Committee. The new Policy Committee Chair is Brent “Husk” Crowther, and the new Administrative Committee chair is Jodi Stiehl. Thank you to past Policy Committee chair Doug Schmier and past Administrative Committee chair Jeff Key, both individuals will remain committee members on their respective committees. The board expressed their gratitude as well.

#### FALL RIVER SUMMARY OF AMI METERS USING POWER LINE CARRIER (PLC) NOT RADIO FREQUENCY (RF)

##### FALL RIVER EXECUTIVE SUMMARY & TALKING POINTS

CEO Case noted the Cooperative occasionally is asked about meters. The facts are included for board reference.

ARTICLE ON POWER LINE CARRIER AND ITS ADVANTAGES  
Link included in the board packet.

#### NERC SUMMARY RELIABILITY ASSESSMENT REPORT

CEO Case stated NERC reported on some key findings of warmer than average temperatures expected this summer and that there are sufficient generating resources to meet expected summer demand. CEO Case also noted this report from NERC for 2023 highlighted an elevated risk of potential blackouts given extreme weather events. The NERC reports were also included in the board packet.

#### CFC ELECTION FOR MANAGER – PREPARATIONS FOR BRENT MCRAE’S TERM LIMIT NEXT TIME FOR A BOARD MEMBER

Included in the board packet.

#### PPC – JOHN DAY DAM TOUR

Included in the board packet.

#### DISCUSS ANY OTHER BUSINESS WHICH COMES BEFORE THE BOARD AT THE ENERGY EXPO & MEMBER MEETING

#### COOPERATIVE REPORTS

Director Lindstedt reported on CFC meetings attended.

Secretary Stiehl reported on the MECA Policy Committee meeting she attended and scholarship certificate presentation at South Fremont High School.

Director Markegard reported on an article of interest.

President Behrens reported on the upcoming ICUA annual meeting.

#### EXECUTIVE SESSION

**Vice President Crowther made a motion to go into Executive Session at 12:14 p.m.**  
**Director Robson seconded the motion.** A voice vote was taken; THE MOTION  
CARRIED BY UNANIMOUS VOTE.

**Director Robson made a motion to go out of Executive Session at 12:19 p.m.**  
**Secretary Stiehl seconded the motion.** A voice vote was taken; THE MOTION  
CARRIED BY UNANIMOUS VOTE.

#### MANAGEMENT DISCUSSION ITEMS

##### WORK SCHEDULE UPDATE

CEO Case highlighted the alternate work schedule trial for staff noting expectations, schedule planning, office hours, opportunities for increased efficiencies, input and future

evaluation.

#### REXBURG SUBSTATION TRANSFORMER

CEO Case stated the Rexburg substation transformer replacement is moving forward to prepare for future growth in that area which serves Hibbard, Roberts, Plano, West Rexburg, Cottonwood, Thornton, and Texas slough. FR had a unique opportunity to purchase this transformer from another utility who had a change of plans leaving them with a brand-new transformer. FR was able to obtain this transformer at a cost that is significantly below its current value, thank you to the board.

#### AWARDED BID FOR SITE SPECIFIC PROJECTS – DEPOWER

Included in the board packet.

#### HYDRO FACILITIES UPDATE

Island Park, Chester, and Buffalo generated a total of 3,492,242 kWh in May. This amounts to 12.1% of all the kWh billed by PNGC in May and 13.8% of all kWh sold and used by Fall River in May.

Felt Hydro produced 3,572,530kWh in May. When this is included with Island Park, Chester, and Buffalo it amounts to 24.5% of all the kWh billed by PNGC in May and 27.8% of all kWh sold and used by Fall River in May.

#### ISLAND PARK

Island Park hydro produced 2,104,249 kWh during the month of May.

#### BUFFALO

Buffalo hydro produced 165,084 kWh during the month of May.

#### FELT

Felt hydro produced 3,572,530 kWh during the month of May.

#### CHESTER

Chester Hydro produced 1,222,909 kWh in the month of May.

#### DONATIONS

To be emailed when completed.

#### FALL RIVER'S MANAGEMENT REPORT

Included in the board packet.

#### REPORTS BOARD COMMITTEES, MEETINGS, AND MEMBER COMMENTS

##### POLICY COMMITTEE

Nothing to report.

##### ADMINISTRATIVE COMMITTEE

Nothing to report.

FINANCE COMMITTEE

Nothing to report.

EXECUTIVE COMMITTEE

Nothing to report.

ENGINEERING AND OPERATIONS COMMITTEE

Nothing to report.

ATTORNEY REPORT

Attorney Rigby reported on legal items of note.

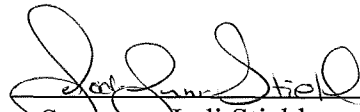
2024 CALENDAR

Included on the board agenda.

ADJOURNMENT

**A motion was made by Secretary Stiehl and seconded by Director Key to adjourn the meeting. A voice vote was taken; THE MOTION CARRIED BY UNANIMOUS VOTE.** The meeting was adjourned at 12:27 p.m.

DATE APPROVED: July 22, 2024

  
Secretary Jodi Stiehl